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ROBERT J. HUTCHINS

ATTORNEY AT LAW

POST OFFICE BOX 541036

ORLANDO, FLORIDA 32854-1036

(407) 841-7408

February 22, 1995

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RECEIVED  
FEB 24 AM 8:27

ARTICLES OF INCORPORATION  
for  
Physicians Strategic Services, Incorporated

Dear Sir or Madame:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and a check in the amount of \$122.50 to cover the filing fee and for a certified copy of the document.

Please send the certified copy to the following address:

Robert J. Hutchins, Esq.  
Post Office Box 541036  
Orlando, Florida 32854-1036

Respectfully submitted,

*Robert J. Hutchins*

Robert J. Hutchins  
Incorporator

EFFECTIVE DATE

MAR 1 1995

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P.H. Hutchins  
P.H. Hutchins  
W95-4266



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 24, 1995

ROBERT J. HUTCHINS, ESQ.  
P.O. BOX 541036  
ORLANDO, FL 32854-1036

SUBJECT: PHYSICIANS STRATEGIC SERVICES, INCORPORATED  
Ref. Number: W95000004266

We have received your document for PHYSICIANS STRATEGIC SERVICES, INCORPORATED and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

The designation of the registered agent must be at a Florida street address.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

PLEASE NOTE THAT YOUR COPY IS NOT SIGNED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Steven Godfrey  
Corporate Specialist

Letter Number: 195A00008533

**ARTICLES OF INCORPORATION**  
**OF**  
**Physicians Strategic Services, Incorporated**

FILED  
95 FEB 24 AM 8:27

**ARTICLE I - NAME**

The name of this Corporation is Physicians Strategic Services, Incorporated.

**ARTICLE II - NATURE OF BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

**ARTICLE III - AUTHORIZED SHARES**

The Corporation shall have the authority to issue 7,500 shares of common capital stock with a par value of \$1.00 per share.

**ARTICLE IV - TERM OF EXISTENCE**

This Corporation is to exist perpetually.

**ARTICLE V - PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - ADDRESS**

The initial street address of the principal office of this Corporation is 222 West Comstock Avenue, Suite 111, Winter Park, Florida 32789.

The Board of Directors may from time to time move the principal office to any other address in Florida.

**ARTICLE VII - DIRECTORS**

This Corporation shall have 1 Director(s) initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

**EFFECTIVE DATE**

**MAR 1 1995**

### ARTICLE VIII - INITIAL DIRECTORS

The names and street addresses of the members of the first Board of Directors are:

Robert J. Hutchins    222 West Comstock Avenue, Suite 111, Winter Park, Florida 32789

### ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Robert J. Hutchins    222 West Comstock Avenue, Suite 111, Winter Park, Florida 32789

### ARTICLE X - INITIAL REGISTERED OFFICE AND AGENT

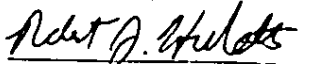
The street address of the initial registered office of this Corporation is 222 West Comstock Avenue, Suite 111, Winter Park, Florida 32789 and the name of the initial registered agent of this Corporation at that address is Robert J. Hutchins.

### ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

### ARTICLE XII - EFFECTIVE DATE

The existence of this Corporation shall commence on March 1, 1995.

  
Incorporator

Robert J. Hutchins

55 FEB 26 AM 8:27

### REGISTERED AGENT'S ACCEPTANCE

I am hereby familiar with and accept the duties and responsibilities as Registered Agent for Physicians Strategic Services, Incorporated, a Florida Corporation.

  
Registered Agent

Robert J. Hutchins